

**OSTER RESEARCHING SERVICES**

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RECORDATION NO. 24158-A FILED

April 17, 2012

APR 17 '12 -4 39 PM

**SURFACE TRANSPORTATION BOARD**

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation with the Surface Transportation Board pursuant to Section 11301 of Title 49 of the U.S. Code is the following document:

Memorandum of Assignment Agreement dated 2/3/12

Assignor: Old World Transportation, Ltd.  
4065 Commercial Avenue  
Northbrook, IL 60062

Assignee: Old World Industries I, Ltd.  
4065 Commercial Avenue  
Northbrook, IL 60062

Equipment: 65, Tank Cars  
OWIX 15098-15201, NT

Please file this agreement as a secondary document to STB Recordation #24158. The filing fee of \$41 is enclosed. Thank you.

Sincerely,



Mary Ann Oster  
Research Consultant

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SURFACE TRANSPORTATION BOARD

WELLS  
FARGO

# Memorandum of Assignment Agreement

Wells Fargo Equipment Finance, Inc. | 733 Marquette Avenue, Suite 700 | MACN9306-070 | Minneapolis, MN 55402

This Memorandum of Assignment Agreement ("Memorandum of Assignment") made and entered into as of this 3day of February, 2012, by and between Old World Transportation, LTD, a Texas limited partnership ("Assignor") and Old World Industries I, LTD, a Texas limited partnership ("Assignee").

## WITNESSETH

1. Assignor has agreed to assign to Assignee that certain lease agreement dated Railcar Master Lease Agreement 97166 dated as of September 23, 2002, Supplement Number 97166-100 dated as of September 23, 2002, as amended by Amendment B (Contract number 001-0097166-102), Amendment C (Contract number 001-0097166-103 and Amendment D (Contract number 001-0097166-104) each Amendment dated as of January 15, 2009, between Wells Fargo Equipment Finance, Inc., as Lessor and Assignor, as Lessee for the two (2) railcars bearing the railroad reporting markings set forth on Schedule A hereto.

2. This Memorandum of Assignment Agreement shall be effective as of the date set forth below and shall be subject to the Lease Term, as defined in the Lease.

In Witness Whereof, the parties hereto have caused this Memorandum of Assignment to be executed and delivered by their duly authorized representatives as of the date set forth above, and shall be effective as of February 5, 2012.

Old World Transportation, LTD, By Old World Management, Inc., its General Partner

Old World Industries I, LTD, By Old World Management, Inc., its General Partner

By:

Anthony J. Clesceri  
Anthony J. Clesceri

Title:

SVP & CFO

By:

Anthony J. Clesceri  
Anthony J. Clesceri

Title:

SVP & CFO

STATE OF Illinois  
COUNTY OF Cook

On this 6<sup>th</sup> day of February, 2012, before me, a Notary Public of the City and State aforesaid, personally appeared Anthony J. Ciesleri, to me personally known, who being by me duly sworn, says that he is the SVP, CFO & Treasurer of Old World Transportation, LTD, the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

AS WITNESS my hand and notarial seal.

Constance C. Wonch  
Notary Public

My commission expires:

09/14/2014



STATE OF Illinois  
COUNTY OF Cook

On this 6<sup>th</sup> day of February, <sup>2012</sup>~~2004~~, before me a Notary Public of the City and State aforesaid, personally appeared Anthony J. Ciesleri, to me personally known who being by me duly sworn, says that (he/she) is a CFO & Treasurer of Old World Industries, LLC, that foregoing instrument is/was signed on behalf of said corporation by authority of its Board of Directors, and (he/she) acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

AS WITNESS my hand and notarial seal.

(Seal)

Constance C. Wonch  
Notary Public

My commission expires:

09/14/2014



## Schedule A to Assignment and Assumption Agreement

Amendment B			
OWIX	Car No.	Location (Domicile)	County
001- 0097166- 102	15098	Seabrook, Texas	Harris county
	15099	Long Beach, CA	Los Angeles county
	15103	Seabrook, Texas	Harris county
	15105	Long Beach, CA	Los Angeles county
	15107	Long Beach, CA	Los Angeles county
	15109	Long Beach, UT	Los Angeles county
	15110	Long Beach, CA	Los Angeles county
	15111	Long Beach, CA	Los Angeles county
	15112	Long Beach, CA	Los Angeles county
	15114	Long Beach, CA	Los Angeles county
	15116	Seabrook, Texas	Harris county
	15118	Long Beach, CA	Los Angeles county
	15119	Seabrook, Texas	Harris county
	15120	Bayport Texas	Harris county
	15121	Long Beach, CA	Los Angeles county
	15122	Long Beach, CA	Los Angeles county
	15123	Bayport Texas	Harris county
	15125	Bayport Texas	Harris county
	15126	Bayport Texas	Harris county
	15129	Long Beach, CA	Los Angeles county
	15130	Long Beach, CA	Los Angeles county
	15131	Long Beach, CA	Los Angeles county
	15132	Bayport Texas	Harris county
	15134	Seabrook, Texas	Harris county
	15135	Seabrook, Texas	Harris county
	15138	Seabrook, Texas	Harris county
	15140	Seabrook, Texas	Harris county
	15141	Seabrook, Texas	Harris county
	15142	Seabrook, Texas	Harris county
	15143	Seabrook, Texas	Harris county
	15145	Long Beach, CA	Los Angeles county
	15146	Seabrook, Texas	Harris county
	15148	Seabrook, Texas	Harris county
	15151	Seabrook, Texas	Harris county
Amendment C			
OWIX	Car No.	Location (Domicile)	County
001- 0097166- 103	15155	Bayport Texas	Harris county
	15156		
	15157		
	15158		
	15159		
	15160		
	15161		
	15162		
	15163		
	15166		
	15168		
	15169		
Amendment D			
OWIX	Car No.	Location (Domicile)	County
001- 0097166- 104	15152	Long Beach, CA	Los Angeles county
	15173	Long Beach, CA	Los Angeles county
	15174	Bayport Texas	Harris county
	15175	Bayport Texas	Harris county
	15176	Bayport Texas	Harris county
	15177	Bayport Texas	Harris county
	15179	Bayport Texas	Harris county
	15183	Bayport Texas	Harris county
	15185	Bayport Texas	Harris county
	15186	Bayport Texas	Harris county
	15187	Bayport Texas	Harris county
	15190	Bayport Texas	Harris county
	15191	Bayport Texas	Harris county
	15192	Bayport Texas	Harris county
	15194	Bayport Texas	Harris county
	15195	Bayport Texas	Harris county
	15196	Bayport Texas	Harris county
	15200	Bayport Texas	Harris county
	15201	Bayport Texas	Harris county